

**MINUTES OF SPECIAL MEETING
OPEN SESSION
ILLINOIS GAMING BOARD
OCTOBER 29, 2008
CHICAGO, ILLINOIS**

NOTE: NO OFFICIAL BOARD ACTION WAS TAKEN AT THIS SPECIAL MEETING.

On Wednesday, October 29, 2008 a Special Meeting of the Illinois Gaming Board ("Board") was held in the conference room of the Gaming Board Offices on the 3rd floor at 160 N. LaSalle, Chicago, Illinois. At 9:30 a.m. the following Board Members were present: Chairman Aaron Jaffe, Members Charles Gardner, Eugene Winkler, Joseph Moore and James Sullivan.

At 9:30 a.m. on Wednesday, October 29, 2008, Chairman Jaffe called the meeting to order. Pursuant to Section 2(c), paragraphs (1), (11) and (14) of the Open Meetings Act and Section 6(d) of the Riverboat Gambling Act, Member Gardner moved that the Board retire to Closed Session to discuss the items listed under Closed Session on today's agenda and relating to the following subject matters:

1. Pending Litigation and matters involving probable litigation;
2. Investigations concerning applicants and licensees; and
3. Personnel matters.

Member Sullivan seconded the motion. The Board approved the motion unanimously by roll call vote. The Board remained in Closed Session until approximately 10:30 a.m. The Board immediately went into open session in order to tour proposed locations for the 10th Owner's License.

At approximately 11:40 a.m. the Board convened in a conference room on the first floor of the Spring Hill Suites, 4101 Fountain Square Place in Waukegan, Illinois. Edward Duffy addressed the Board and all in attendance about the proposed site for the casino. The Board proceeded to a room on the 5th floor of the hotel to view the site and surrounding area. Mr. Duffy presented additional information about the site, the surrounding area, access to the site from various roadways, businesses in the area, the distance from various locations including the Wisconsin border and Lake Michigan and parking. Mr. Duffy answered specific questions about possible competition located in Wisconsin. Mr. Duffy spoke about the City of Waukegan's plans for redevelopment along the Lakefront and the amount of jobs lost in the Waukegan area.

The Board returned to the first floor of the hotel. Jeff Parr addressed the Board and introduced certain members of their applicant team. Mr. Parr provided information about Clairvest and its gaming experience. Mr. Parr commented the access to the site and the businesses surrounding the site. Mr. Parr discussed parking. Mr. Duffy discussed environmental issues and provided more information about Waukegan's redevelopment plans. Mr. Duffy responded to a question posed by Member Moore and discussed revenue sharing with local communities and unemployment figures.

The Board left the Waukegan site at approximately 12:15 p.m. and reconvened at the Aloft Hotel in Rosemont, Illinois at approximately 2:20 p.m. The Board met at the Aloft Hotel, which is located to the South of the proposed site. The Board then walked to the upper floor of the parking garage located to the East of the undeveloped site. Alex Yemenidjian addressed the Board at the Site. Mr. Yemenidjian described what property will be acquired in the transaction, the nature of the transaction and the boundaries of the casino structure and the overall site. Mr. Yemenidjian discussed access to the casino from the surrounding roadways and public transportation and parking plans. Mr. Yemenidjian responded to a question posed by Member Gardner and explained future plans for the strip of land between the proposed casino and I 294.

Mr. Yemenidjian discussed the demographics of the area surrounding the proposed site, the number of hotel rooms within 3 miles of the site and the businesses surrounding the site. Mr. Yemenidjian discussed the need to have the construction existing on the footprint of the casino examined by a structural engineer. Mr. Yemenidjian gave further details on the specific layout of the casino, the adjoining space and levels of the structure and the various phases of the project. Mr. Yemenidjian talked about the intended design of the project, the CBS sign currently adjacent to I 294. Mr. Yemenidjian also described future plans for an exit from the northbound lanes of I 294. Mr. Yemenidjian explained parking plans for the casino project.

The Board left the Rosemont site and proceeded directly to Des Plaines River Road and Devon Avenue in Des Plaines, Illinois. The Board arrived at the Des Plaines site at approximately 3:00 p.m. The Board met in the parking lot and then toured a portion of the perimeter of the proposed site. Neil Bluhm provided information during the tour regarding building locations and site boundaries. Mr. Bluhm also described construction plans for different phases of the proposed project.

The Board returned to the existing structure located at the intersection of Des Plaines River Road and Devon Avenue and proceeded to a conference room located in that building. Mr. Bluhm introduced the Mayor of Des Plaines and two City aldermen. Mr. Bluhm introduced representatives from Midwest Gaming. Scott Strusiner discussed the proposed site and the attributes of its location. Mr. Strusiner discussed surrounding roadways and the surrounding population. In response to a question posed by Member Gardner, Mr. Bluhm discussed the potential of adding an exit at Devon Avenue from I 294. Mr. Strusiner commented on the Forest Preserve across from the proposed casino and the fact that it is not a traffic generator.

Mike Levin addressed the Board regarding construction plans for the proposed project. Mr. Levin discussed access points into the proposed project. Mr. Levin discussed construction phases planned for the project. Mr. Levin addressed the quality intended for the construction. Mr. Moore questioned Mr. Levin about traffic congestion. Mr. Levin explained plans to widen certain portions of access roadways and further explained certain aspects of the traffic study performed for Midwest.

Mayor Arredia addressed the Board and spoke briefly about the City's concerns relative to traffic. The Mayor commented on Des Plaines' boundaries.

At approximately 3:35 p.m. the Board adjourned.

Respectfully submitted,

Michael Fries
Chief Counsel